

Brian C. Rocca, Bar No. 221576
brian.rocca@morganlewis.com
Sujal J. Shah, Bar No. 215230
sujal.shah@morganlewis.com
Michelle Park Chiu, Bar No. 248421
michelle.chiu@morganlewis.com
Minna Lo Naranjo, Bar No. 259005
minna.naranjo@morganlewis.com
Rishi P. Satia, Bar No. 301958
rishi.satia@morganlewis.com
MORGAN, LEWIS & BOCKIUS LLP
One Market, Spear Street Tower
San Francisco, CA 94105-1596
Telephone: (415) 442-1000

Richard S. Taffet, *pro hac vice*
richard.taffet@morganlewis.com
MORGAN, LEWIS & BOCKIUS LLP
101 Park Avenue
New York, NY 10178-0060
Telephone: (212) 309-6000

Counsel for Defendants

Glenn D. Pomerantz, Bar No. 112503
glenn.pomerantz@mto.com
Kuruvilla Olas, Bar No. 281509
kuruvilla.olasa@mto.com
MUNGER, TOLLES & OLSON LLP
350 South Grand Avenue, Fiftieth Floor
Los Angeles, California 90071
Telephone: (213) 683-9100

Justin P. Raphael, Bar No. 292380
justin.raaphael@mto.com
Dane P. Shikman, S.B. #313656
dane.shikman@mto.com
Rebecca L. Sciarrino, S.B. # 336729
rebecca.sciarrino@mto.com
MUNGER, TOLLES & OLSON LLP
560 Mission Street, Twenty Seventh Fl.
San Francisco, California 94105
Telephone: (415) 512-4000

Jonathan I. Kravis, *pro hac vice*
jonathan.kravis@mto.com
MUNGER, TOLLES & OLSON LLP
601 Massachusetts Ave. NW, Ste 500E
Washington, D.C. 20001
Telephone: (202) 220-1100

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

**IN RE GOOGLE PLAY STORE
ANTITRUST LITIGATION**

THIS DOCUMENT RELATES TO:

Epic Games Inc. v. Google LLC et al., Case
No. 3:20-cv-05671-JD

Case No. 3:21-md-02981-JD

**DECLARATION OF CHRISTIAN
CRAMER IN SUPPORT OF
ADMINISTRATIVE MOTION TO FILE
UNDER SEAL MATERIALS
SUBMITTED IN CONNECTION WITH
GOOGLE'S PROFFER REGARDING
EPIC'S PROPOSED INJUNCTION**

Judge: Hon. James Donato

1 I, Christian Cramer, declare as follows:

2 1. I am currently the Finance Director for Android Ecosystem (which includes
3 Google Play) for Defendant Google LLC (along with Google-affiliated entities, “Google”). I
4 have been employed by Google since September 2007 and have held my current position since
5 February 2024. Prior to my current position, from late 2020 to February 2024, I was the Finance
6 Director for Google Play. Before that, I was the Finance Director for Platforms and Ecosystems
7 (“P&E”) (which at the time included Google Play), from March 2017 to late 2020. Over the
8 course of my employment at Google, I have acquired personal knowledge of Google’s practices
9 and procedures concerning the maintenance of the confidentiality of its strategic, business, and
10 marketing information.

11 2. I submit this declaration in support of the Administrative Motion to Seal Materials
12 Submitted in Connection With Google’s Proffer Regarding Epic’s Proposed Injunction
13 (“Motion”), filed on June 24, 2024 in *In re Google Play Store Antitrust Litigation* (No. 21-md-
14 02981-JD) (N.D. Cal) (“MDL”); *see also Epic Games, Inc. v. Google LLC et al.*, No. 3:20-cv-
15 05671-JD (N.D. Cal.).

16 3. The facts set forth in this declaration are true and correct to the best of my
17 knowledge, information, and belief, and are based on my personal knowledge of Google’s
18 policies and practices as they relate to the treatment of confidential information, the materials
19 that were provided to me and reviewed by me, and/or conversations with other knowledgeable
20 employees of Google. If called upon as a witness in this action, I could and would testify from
21 my personal knowledge and knowledge acquired from sources with factual foundation.

22 **The Material to Be Sealed Is Highly Confidential Because It Reflects Non-Public Financial**
23 **and Compensation Data**

24 4. As demonstrated below, all the material for which Google requests sealing is
25 maintained as highly confidential. To the best of my knowledge, none of this material has been
26 publicly disclosed.

27 5. As a matter of routine practice and internal policy, Google and its employees
28 strictly treat as confidential, inter alia, (i) internal, non-public financial information; (ii) non-

1 public commercial proposals to third parties; (iii) non-public agreements with third parties; (iv)
2 internal surveys and analyses of customer preferences, spending, revenue, market conditions,
3 business strategy, competitive dynamics, and commercial opportunities; (v) non-public financial
4 forecasts and business plans; (vi) trade secrets; and (vii) other sensitive material that, if publicly
5 disclosed, could potentially enable Google's competitors to undermine Google's competitive
6 position in the marketplace, allow current or prospective business partners or counterparties to
7 take unfair advantage of Google in negotiations or other business affairs, violate Google's
8 confidentiality obligations to third parties, or otherwise prejudice Google's business interests. In
9 my experience and to the best of my knowledge, Google does not disclose internal documents,
10 data, or information of this nature outside of the company, except to authorized third parties
11 when so required or permitted by law or contract. To that end and in order to prevent inadvertent
12 revelation of this information to the public, Google has several policies in place like prohibiting
13 employees from accessing information beyond what is reasonably necessary to perform their
14 duties, limiting access to certain internal systems, permitting access to document databases on a
15 need-to-know basis, and requiring the use of an encrypted email system. I am also aware that,
16 generally, Google employees are required to sign a confidentiality agreement requiring each
17 employee to keep information confidential and shared only within the company.

18 6. The public disclosure of Google's internal, confidential material could, among
19 other things, enable Google's competitors to undermine Google's competitive position in the
20 marketplace, allow current or prospective business partners or counterparties to take unfair
21 advantage of Google in negotiations or other business affairs, or otherwise prejudice Google's
22 business interests. These materials therefore derive economic value from not being generally
23 known to Google's competitors, counterparties, or the public. The release of this information to
24 the public will cause tangible commercial injury to Google.

25 7. I understand that this Motion requests that the Court maintain the specific
26 information identified below under seal. For the reasons stated below, this information is
27 confidential and highly sensitive, and if publicly disclosed, could significantly prejudice
28

Google's competitive position by disclosing Google's confidential financial information, compensation levels and data, and permitting Google's competitors to gain unfair advantage in competition with Google.

Specific Information to Be Sealed

Google's Proffer Regarding Epic's Proposed Injunction

8. **Page 2 (third bullet, between "approximately" and "a year", between "between" and "and", and between "and" and end of sentence).** This text reflects Google's internal, confidential financial estimate of the potential increase in app review costs if Google were to review apps distributed by third-party app stores on Google Play. Google does not publicly report or disclose its level of app review costs for Google Play, including any financial sensitivities based on volume of apps reviewed. Public disclosure of this information would significantly harm Google, as Google's rival app stores and platforms could use these sensitivities to extrapolate a "cost-per-app" reviewed, in an effort to mimic or beat Google's costs to more effectively compete against Google. Google has invested substantially in Google Play's brand reputation for app safety and trust, and its competitors should not have insight into the sensitive financial information underlying those investments, particularly on a go-forward basis.

9. **Page 25, lines 20 and 24-25 (between "approximately" and "annually", between "would be" and "annually", between "between" and "and", and between "and" and end of sentence).** As discussed further below with respect to Mr. Kleidermacher's Declaration, this text reflects Google's internal, confidential financial estimates of both the total cost of app review and the potential increase in app review costs if Google were to review apps distributed by third-party app stores on Google Play. Google does not publicly report or disclose its level of app review costs for Google Play, including any financial sensitivities based on volume of apps reviewed. Public disclosure of this information would significantly harm Google, as Google's rival app stores and platforms could use these sensitivities to extrapolate a "cost-per-app" reviewed, in an effort to mimic or beat Google's costs to more effectively compete against

Google. Google has invested substantially in Google Play’s brand reputation for app safety and trust, and its competitors should not have insight into the sensitive financial information underlying those investments, particularly on a go-forward basis.

Declaration of Christian Cramer In Support of Google’s Proffer Regarding Epic’s Proposed Injunction

10. **Pages 2-8 (charts below “Catalog Access”, “Library Porting”, and “Play Distribution of Third-Party App Store” headers, all numerical figures in columns C and D, except totals).** The text in these columns reflects Google’s non-public, competitively sensitive, and current compensation data for employees throughout the United States relating to costs of potential implementation of changes to Google Play and the Android operating system, including broken down by stage of implementation and Full-Time Employee (“FTE”) type and quantity. Google expends significant resources to keep this valuable data confidential as compensation is a key metric on which Google competes for valuable talent. Even within Google, this confidential information is guarded, and not shared widely within the company. For example, Google has several policies in place like prohibiting employees from accessing information beyond what is reasonably necessary to perform their duties and limiting access to certain internal systems. If this information is revealed publicly, Google’s competitors would gain key insights into Google’s compensation structure, providing them with an unfair advantage in competition for hiring new employees and/or hiring employees away from Google. The harm is particularly acute because competitors will have insights into Google’s compensation structure whereas Google will not have similar information about its competitors.

Declaration of David Kleidermacher In Support of Google’s Proffer Regarding Epic’s Proposed Injunction

11. **Paragraph 14, line 8 (between “is roughly” and “Below is”).** This text reflects Google’s internal current, confidential, and highly sensitive total cost estimate of running the Google Play store’s app review process. Google does not publicly disclose or externally report these app review costs in public financial statements or otherwise. This cost reflects Google’s investment in the security, safety, and privacy of its users across numerous organizations within

the company, which represents a significant component of Google Play’s brand and reputation in distributing apps and games to its users. Public disclosure of this confidential, annual investment by Google into a specific aspect of its business would cause Google significant competitive harm. Many competing platforms and stores operate their own review and content moderation processes and costs for ensuring user privacy and safety, including as a way of distinguishing their product from competitors. If competitors were to unfairly obtain access to Google’s confidential financial information relating to app review, it would allow those competitors to benchmark against their own investments in trust and safety-related efforts for their platforms, in an effort to more effectively compete against Google for users and developers. Google’s investment in app review for the Google Play store represents its strategic and business priorities, which derive economic value from not being publicly known.

12. Paragraph 14 chart (numeric figures in chart in column labeled “\$/year”).

This text reflects Google’s internal current, confidential, and highly sensitive cost estimate of running the Google Play store’s app review process, including detailed breakdowns of cost per year by team function. Google does not publicly disclose or externally report these app review costs—in total or in such granular detail—in public financial statements or otherwise. Public disclosure of this information would cause Google serious competitive harm for the same reasons as stated above. Granular detail on Google Play’s app review would give Google’s competitors detailed financial insight into Google’s investment in its app review process, allowing those competitors to adjust their own investments or strategy related to trust and safety on their own platforms. Google’s rival app stores or platforms could utilize this information to adjust their own levels of investment or business strategy related to trust and safety, including what types and volumes of labor to hire and how to price those cost estimates.

13. Paragraph 14 chart (all rows below “Team/Function”). The text in these rows reflects the highly confidential and non-public makeup and structure of Google’s various teams that conduct and support Google Play app review. While it is publicly known that Google conducts automated and human review of apps on Google Play for malware and other policy

1 violations, the organizational structure and nature of resources dedicated to these efforts is
2 confidential, and reflects competitively sensitive strategic planning. The structure and makeup of
3 Google Play’s app review efforts further reflects years—if not decades—of learning and
4 continuous improvement to maintain the safety and security of the Play store. If Google’s app
5 store and other platform competitors were to unfairly have access to this non-public,
6 commercially sensitive and strategic information, they would be able to copy Google’s allocation
7 and types of resources to their own app review and moderation efforts, in an effort to more
8 effectively compete against Google. Google’s competitors should not be able to free-ride off of
9 Google’s substantial and continued investment in improving the Google Play store through
10 access to this confidential information.

11 14. **Paragraph 21, lines 5-6 (from “approximately” to “for app review” and from**
12 **“of over” to end of sentence).** This text reflects Google’s internal, confidential financial
13 estimates of both the total cost of app review and the potential increase in app review costs if
14 Google were to review apps distributed by third-party app stores on Google Play. As stated
15 above, Google does not publicly report or disclose its level of app review costs for Google Play,
16 including any financial sensitivities based on volume of apps reviewed. Public disclosure of this
17 information would significantly harm Google for the same reasons as stated in the prior
18 paragraphs, as Google’s rival app stores and platforms could use these sensitivities to extrapolate
19 a “cost-per-app” reviewed, in an effort to mimic or beat Google’s costs to more effectively
20 compete against Google. Google has invested substantially in Google Play’s brand reputation for
21 app safety and trust, and its competitors should not have insight into the sensitive financial
22 information underlying those investments, particularly on a go-forward basis.

Executed on this 24th day of June 2024, in Mountain View, California.

DocuSigned by:
Christian Cramer
Christian Cramer B4481B12EA7742A...